

EXHIBIT 2

PAUL HASTINGS

October 7, 2022

To: Stephen M. Pezanosky
Haynes and Boone, LLP
2323 Victory Avenue, Suite 700
Dallas, TX 75219
Email: stephen.pezanosky@haynesboone.com

Re: Notice of Chapter 11 Filing and Violation of Automatic Stay

Dear Mr. Pezanosky:

We refer to (i) the Limited Liability Company Agreement of TZRC LLC, a Delaware limited liability company (the “Company”), dated as of November 24, 2021 (the “LLC Agreement”)¹ by and among DCRBN Ventures Development & Acquisition, LLC, a Delaware limited liability company, (“DCRBN Member”), and Compute North Member LLC, a Delaware limited liability company (the “CN Member”), and (ii) the correspondence dated October 3, 2022, from TZ Capital Holdings, LLC to TZRC, LLC (the “Oct. 3 Notice”).

Under the LLC Agreement, the Company is required to distribute all Available Cash to the Members, pro rata in accordance with their respective Percentage Interests. Under the LLC Agreement, we understand that a distribution of Available Cash is required to be made in October 2022.

As you are well aware, on September 22, 2022, CN Member filed a petition for relief under chapter 11 of Title 11, United States Code (the “Bankruptcy Code”). As a result of this filing, the automatic stay of Bankruptcy Code section 362 prohibits, *inter alia*, “any act to obtain possession of property of the estate or of property from the estate or to exercise control over property of the estate,” as well as “any act to collect, assess, or recover a claim against the debtor that arose before the commencement of the case.” In addition, Bankruptcy Code section 542 requires any entity in possession custody or control over property a debtor in possession may use, sell or lease to deliver such property to the debtor in possession.

CN Member’s right to the distribution of Available Cash under the LLC Agreement (the “CN Distribution”), and CN Member’s right to payment of (x) Fees (as defined in the Modular Data Center Property Management Agreement, dated as of March 8, 2022, by and among TZRC King Mountain LLC, CN Member, and TZ Capital Holdings, LLC) and (y) any Business Debt Distribution (as defined in the Secured Promissory Note, dated April 8, 2022, made by CN

¹ Capitalized terms used herein and not otherwise defined have the meanings set forth in the LLC Agreement.

Member in favor of TZ Capital Holdings, LLC), constitute property of CN Member's bankruptcy estate to which the automatic stay applies, so that all persons are prohibited from exercising control over the CN Distribution, the Fees and any Business Debt Distribution, including by diverting such funds to make any payment in respect of the Member Loan. In addition, the CN Distribution, the Fees and any Business Debt Distribution constitute property that CN Member, as a debtor in possession, may use and are subject to turnover in accordance with Bankruptcy Code section 542.

It has come to our attention that TZ Capital Holdings, LLC or an affiliate thereof recently seized cash in which CN Member has an interest to collect on a prepetition debt owed by CN Member. This is a blatant violation of the automatic stay. Details of this misappropriation are contained in the screenshot below:

Date	Transaction Type	Description	Debit	Credit
2022-10-06	Outgoing Money Transfer	DATA CENTER INVESTMENT, LLC 700 UNIVERSE BLVD. JUNO BEACH FLORIDA, 3340, Bank Ref: [REDACTED] Customer Ref: [REDACTED]	[REDACTED]	

Date	Transaction Type	Description	Debit	Credit
2022-10-06	Outgoing Money Transfer	DATA CENTER INVESTMENT, LLC 700 UNIVERSE BLVD. JUNO BEACH FLORIDA, 3340, Bank Ref: [REDACTED] Customer Ref: [REDACTED]	[REDACTED]	

CN Member hereby demands that TZ Capital Holdings, LLC or any affiliate thereof holding the misappropriated funds immediately return such funds, withdraw the Oct. 3 Notice and cease and desist in any further efforts to exercise dominion or control over property of CN Member's bankruptcy estate.

Please note that if the funds are not returned by **12 noon CT on Monday, October 10, 2022**, CN Member intends to seek appropriate relief from the Bankruptcy Court, which may include seeking entry of an order holding TZ Capital Holdings, LLC or its affiliates in contempt and imposing sanctions for a willful violation of the automatic stay and refusal to comply with Bankruptcy Code section 542.

We are available to meet and confer concerning these matters at your earliest convenience. CN Member reserves all rights in connection with these matters.

Sincerely,

/s/ James Grogan

Paul Hastings LLP

Counsel to Compute North Member LLC and its Debtor-in-Possession affiliates

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Attention: Gregory Irwin

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